

P95000008910

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. 87 AVENUE #16

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904)385-6735

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-02/06/95--01064--013
***122.50 ***122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. A & C ROOFING CONTRACTOR SERVICES CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 9:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 FEB -2 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 2/2/95

Examiner's Initials

FILED

ARTICLES OF INCORPORATION

95 FEB -2 PH 2:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

A & C ROOFING CONTRACTOR SERVICES, CORP.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is :

A & C ROOFING CONTRACTOR SERVICES, CORP.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity any business or trade deemed legal in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$10.00

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is 1,000.00

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existance.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 4851 E. 11 Ave., Hialeah, FL. 33013

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

CORP.
That, A&C ROOFING CONTRACTOR SERV, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Hialeah County of Dade, has named: ROBERTO CONTRERAS as its agent to accept service of process within this State at 4851 E. 11th Ave.
Hialeah, FL. 33013

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


REGISTERED AGENT

ARTICLE VIII - DIRECTORS

The corporation shall have (1) director(s) initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTORS

The names and addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

ROBERTO CONTRERAS / PRESIDENT / 4851 E. 11th Ave., Hialeah, FL. 33013

ARTICLE X - INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

ROBERTO CONTRERAS / 4851 E. 11th Ave., Hialeah, FL. 33013

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XIII - AMENDMENT

This corporation reserves this right to amend, alter, change or repeal any provisions contained in these articles of incorporation in the manner now or hereafter prescribed By-Laws and all rights conferred on stockholders are granted subject to this reservation.

ARTICLE FOURTEEN

The provisions of this Charter, and each and every Articles and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this corporation shall be a party. Each person associated and/or corporation dealing with this corporation is charge with notice and knowledge of this corporation.

IN WITNESS THEREOF, the undersigned suscribers do make suscriber acknowledge, for the purpose of forming this Corporation under the Laws of the State of Florida and we hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts therein are true.

DATE 2/1/95

[Signature]
ROBERTO CONTRERAS

STATE OF FLORIDA)
COUNTY OF DADE) SS.

Before me the undersigned authority, personally appeared before me ROBERTO CONTRERAS, to me well known to be the persons described in and who executed and subscribed to the foregoing Articles of Incorporation, and acknowledge that excuted the same for the purposes therein expressed.

WITNESS my hand and official seal this day of: 2/1/95

State of Florida / County of Dade
The foregoing instrument was acknowledged before me this 2/1, 19 95 by Roberto Contreras
Personally Known OR Produced Identification
Type of I.D. Produced _____
[Signature] (Notary signature)
Wlan Hernandez CC 172688

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. DEC. 30, 1995
BONDED THRU GENERAL INS. UND.

P95000008910

A & C Roofing Contractor Services, Coop.

Tel: (305) 769-3814

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*****96.25 *****96.25

A & C Roofing Contractor Services Coop.
4851 East 11th Avenue
Hialeah, Fl. 33013

SH ³/₃₁
NC

97 MAR 31 PM 4: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 19, 1997

A & C Roofing Contractor Services, Corp.
4851 E. 11th Ave.
Hialeah, FL 33013

SUBJECT: A & C ROOFING CONTRACTOR SERVICES, CORP.
Ref. Number: P95000008910

We have received your document for A & C ROOFING CONTRACTOR SERVICES, CORP. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 597A00013814

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 MAR 31 PM 4: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A & C Roofing Contractor Services, Corp.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I -
Name change:

A & C Resources, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: March 17, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

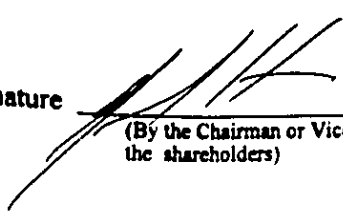
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 11 day of March, 19 97

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Robert Contreras

Typed or printed name

President

Title